

Hearing Date and Time: June 16, 2006 at 10:00 a.m.
Objection Deadline: June 13, 2006 at 4:00 p.m.

Bonnie Steingart (BS-8004)
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(Proposed) Attorneys for Official Committee of Equity Security Holders
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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
Debtors.	:	(Jointly Administered)

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**NOTICE OF EXPEDITED APPLICATION PURSUANT TO
SECTIONS 328 AND 1103 OF THE BANKRUPTCY CODE
AND BANKRUPTCY RULE 2014 FOR ORDER
AUTHORIZING THE OFFICIAL COMMITTEE OF
EQUITY SECURITY HOLDERS TO RETAIN AND
EMPLOY FRIED, FRANK, HARRIS, SHRIVER &
JACOBSON LLP AS COUNSEL *NUNC PRO TUNC* TO MAY
8, 2006**

PLEASE TAKE NOTICE that on June 6, 2006, the Official Committee of Equity Security Holders filed an expedited application pursuant to sections 328 and 1103 of the title 11 of chapter 11 of the United States Code and Rule 2014 of the Federal Rules of Bankruptcy Procedure for an order authorizing the Official Committee of Equity Security Holders (the “Equity Committee”) of Delphi Corporation, et al. (the “Debtors”) to retain and employ Fried, Frank, Harris, Shriver & Jacobson LLP as counsel *nunc pro tunc* to May 8, 2006 (the “Application”).

PLEASE TAKE FURTHER NOTICE that a hearing to consider approval of the Application (the "Hearing") will be held on June 16, 2006, at 10:00 a.m. (Prevailing Eastern Time) before the Honorable Robert D. Drain, United States Bankruptcy Judge, United States Bankruptcy Court, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004 (the "Bankruptcy Court").

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application must (a) be in writing describing the basis therefor, (b) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the Supplemental Order Under 11 U.S.C. §§ 102(1) And 105 And Fed. R. Bankr. P. 2002(m), 9006, 9007, And 9014 Establishing Omnibus Hearing Dates And Certain Notice, Case Management, And Administrative Procedures, entered by this Court on March 20, 2006 (Docket No. 2883) (as supplemented by Docket Nos. 2995, 3296, 3589, 3629, 3730 and 3824) (the Supplemental Case Management Order"), (c) be filed with the Bankruptcy Court electronically in accordance with General Order M-242, as amended by General Order M-269, by registered users of the Bankruptcy Court's electronic case filing system and, by all other parties in interest, on a 3.5 inch disk (preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format), (d) be submitted in hard-copy form directly to the chambers of the Honorable Robert D. Drain, United States Bankruptcy Judge, and (e) be served upon (i) proposed counsel to the Equity Committee, Fried, Frank, Harris, Shriver & Jacobson LLP, One New York Plaza, New York, New York 10004 (Attn: Bonnie Steingart); (ii) Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098 (Attn: General Counsel), (iii) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606 (Attn: John Wm. Butler, Jr.), (iv) counsel for the agent under the Debtors' prepetition credit facility, Simpson Thacher & Bartlett LLP, 425 Lexington Avenue, New York, New York 10017 (Attn: Kenneth S. Ziman), (v) counsel for the agent under the postpetition credit facility, Davis Polk & Wardwell, 450 Lexington Avenue, New York, New York 10017 (Attn: Donald Bernstein and Brian Resnick), (vi) counsel for the Official Committee

of Unsecured Creditors, Latham & Watkins LLP, 885 Third Avenue, New York, New York 10022 (Attn: Robert J. Rosenberg and Mark A. Broude), and (vii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, Suite 2100, New York, New York 10004 (Attn: Alicia M. Leonhard) in each case so as to be **received** no later than **4:00 p.m. (Prevailing Eastern Time) on June 13, 2006** (the "Objection Deadline").

PLEASE TAKE FURTHER NOTICE that only those objections made as set forth herein and in accordance with the Supplemental Case Management Order will be considered by the Bankruptcy Court at the Hearing. If no objections to the Application are timely filed and served in accordance with the procedures set forth herein and in the Supplemental Case Management Order, the Bankruptcy Court may enter an order granting the Application without further notice.

Dated: New York, New York
June 6, 2006

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By: /s/ Bonnie Steingart
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